

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re:

Hello Livingston Extended LLC,

Debtor.
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Chapter 11

Case No. 23-22422-shl

Hon. Sean H. Lane

United States Bankruptcy Judge

**DECLARATION OF JACLYN JESBERGER REGARDING GOOD FAITH OF
ACRES LOAN ORIGATION, LLC IN CONNECTION WITH THE SALE
OF DEBTOR'S PROPERTY**

Jaclyn Jesberger, hereby declares under penalty of perjury and pursuant to 28 U.S.C. § 1746 that the following is true and correct to the best of my knowledge, information and belief:

1. I am the General Counsel of Acres Loan Origination LLC (the "Secured Creditor"), a secured creditor of the above captioned debtor and debtor-in-possession (the "Debtor") and interested party to this Chapter 11 case. I have personal knowledge of the facts of this case and the events that have transpired to date based upon the files maintained by the Secured Creditor in the ordinary course of their business. As such, I am fully familiar with the facts and circumstances of this matter.

2. I respectfully submit this Declaration to support of an order approving the sale of the Property (as defined below) to the Secured Creditor (or their designee, assignee or nominee) (the "Successful Bidder"), including the extension of good faith and non-collusion protections of Sections 363(m) and (n) of Title 11 of the United States Code (the "Bankruptcy Code") to the Successful Bidder.

3. Pursuant to the *Debtor's First Amended Chapter 11 Plan of Liquidation for the Debtor* [ECF No. 51] (the "Plan")¹ and *Order (I) Approving Bid Procedures and (II) Scheduling*

¹ All capitalized terms not defined herein shall have the definition set forth in the Plan.

Action and Sale Hearing [ECF No. 49] (the “Bid Procedures Order”), which approved bid procedures (the “Bid Procedures”), the Broker marketed the sale of the Debtor’s real property located 291 Livingston Avenue, Brooklyn, NY 11217 (Block: 161, Lot: 61) (the “Property”). There were no qualified bids received, nor any qualified bidders, other than the Secured Creditor.

4. The Successful Bidder has acted in good faith and without collusion with any other bidder or potential bidder. To my knowledge, the Broker and/or the Debtor did not make information concerning the Property available to the Secured Creditor that was not also available to all potential bidders before the bid deadline. There was no collusion between the Secured Creditor and any other potential bidder. However, on November 3, 2023, four days before the Bid Deadline (as defined in the Bid Procedures), the Secured Creditor informed the Debtor and the Broker that it is the intention of Secured Creditor to acquire the Property with an entity that is a joint venture between the Secured Creditor and Midas Hospitality, LLC or its affiliate pursuant to paragraph H of the Bid Procedures. In addition, the Secured Creditor and the Debtor, through their respective counsel, have negotiated in good faith and at arm’s length regarding the sale of the Property.

WHEREFORE, I respectfully request entry of an order, approving the sale to the Successful Bidder, with a finding under Section 363(m) and (n) of the Bankruptcy Code.

Dated: New York, New York
November 14, 2023



JACLYN JESBERGER